

**Amendments to the Specification:**

Please replace the paragraph beginning on page 5, line 29 with the following rewritten paragraph:

What is meant by a "basic amino acid" is an amino acid that has a second basic group which may be an amino group such as lysine, a guanidino group such as ~~argenine~~arginine, or an imidazole ring such as histidine. Examples of basic amino acids include the D- and L-isomers of ~~arge~~inine, histidine, and lysine.

Please replace the paragraph beginning on page 13, line 8 with the following rewritten paragraph:

In the primary container the Carbomer and Xanthan Gum are dispersed in the Water and mixed until homogeneous. The Glycerin and Panthenol are then added and mixed in the primary container. The L-~~Argenine~~Arginine is then dissolved in water and added to the primary container. Following the gelling on the ingredients in the primary container, the primary container is then heated to 70°C.

Please replace the table beginning on page 13, line 27 with the following rewritten table:

Table 1

CTFA NAME		WEIGHT %
WATER		q.s.
CARBOMER	Synthalen M/ 3V Chemical Corp. Weehawken, NJ USA	0.1% - 3%
XANTHAN GUM	Keltrol CG/ Calgon Corp Pittsburgh, PA USA	0.1% - 5%
PANTHENOL	D Panthenol USP BASF Corp. North Mount Olive, NJ, USA	0.1% - 5%
GLYCERIN	Pricerine/	0.1% - 5%

	Uniqema Wilmington, DE USA	
<b>L-ARGENINE</b> <del>ARGININE</del>	<del>Arginine</del> Arginine / Ajinomoto Teaneck, NJ USA	0.1% - 5%
<b>C12-15 ALKYL BENZOATE</b>	Finsolve TN/ Fintex, Inc. Elmwood Park, NJ USA	0.1% - 15%
<b>SQUALANE</b>	Phytosqualane/ Sophim Peyruis, France	0.1% - 15%
<b>DIMETHICONE</b>	Dow 200 Fluid,100cst/ Dow Corning Midland, MI USA	0.1% - 15%
<b>GLYCERYL STEARATE (and) PEG-100 STEARATE</b>	Lipomulse 165/ Lipo Chemicals Inc. Paterson, NJ USA	0.1% - 10%
<b>CETEARYL ALCOHOL (and) CETARYL GLUCOSIDE</b>	Monthanov 86/ Seppic Inc. Fairfield NJ 07006	0.1% - 10%
<b>SOY STEAROL</b>	Generol 122 Cosm/ Cognis Corp. Ambler, PA USA	0.1% - 5%
<b>BHT</b>	Naugard BHT/ Uniroyal Chem. Hahnville, LA USA	0.1% - 1%
<b>TOCOPHERYL ACETATE</b>	Vitamin E Acetate Hoffman La Roche Parsippany, NJ USA	0.1% - 5%
<b>ISOPROPYL PARABEN (and) ISOBUTYL PARABEN (and) BUTYL PARABEN</b>	Liquapar Oil ISP/ Sutton Labs. Bound Brook, NJ USA	0.1% - 2%
<b>PHENOXYETHANOL</b>	Emeressence 1160/ Cognis Corp. Ambler, PA USA	0.1% - 2%
<b>ALUMINUM STARCH OCTENYLSUCCINATE</b>	Dry Flo-Pc/ National Starch & Chemical Monroe Township, NJ USA	0.1% - 5%
<b>COPPER TRIPEPTIDE-1</b>	Procyte Corporation, Redmond, WA USA	0.001%- 10%

Please replace the paragraph beginning on page 15, line 9 with the following rewritten paragraph:

Water is added to a first beaker. The Hydroxyethylcellulose is then added to the first beaker and mixed until dissolved. The Allantoin and L-~~Arginine~~Arginine are then added, and the resulting mixture is heated to 75-80°C with moderate agitation.

Please replace the table beginning on page 16, line 6 with the following rewritten paragraph:

Table 2

CTFA NAME	TRADE NAME	WEIGHT %
WATER		q.s.
<del>L-ARGENINE</del> <u>ARGININE</u>	<del>Argenine</del> <u>Arginine</u> / Ajinomoto Teaneck, NJ USA	0.001-20%
GLYCERYL STEARATE	Lipo GMS 450/ Lipo Chemicals Inc. Paterson, NJ USA	0.1%-10%
STEARIC ACID	Emersol 132/ Henkel Corporation La Grange, IL USA	0.1%-10%
CETYL ALCOHOL	Cetal/ Amerchol Corp. Edison, NJ USA	0.1%-10%
SODIUM BEHENOYL LACTYLATE	Pationic SBL/ Rita Corporation Woodstock, IL USA	0.1%-10%
PPG-2 MYRISTYL ETHER PROPIONATE	Crodamol PMP/ Croda, Inc. Parsippany, NJ USA	0.1%-10%
C12-15 ALKYL BENZOATE	Finsolve TN/ Fintex, Inc. Elmwood Park, NJ USA	0.1%-20%
BHT	Tenox BHT Eastman Chemical Kingsport TN USA	0.001-2%
TRIDECYL STEARATE (and) NEOPENTYL GLYCOL DICAPRYLATE/CAPRATE (and)TRIDECYL TRIMELITATE	Lipovol MOS-70/ Lipo Chemicals Inc. Paterson, NJ USA	0.1%-20%
CYCLOPENTASILOXANE	DC 345/ Dow Corning Midland, MI USA	0.1%-40%
DIMETHICONE	Dow 200 Fluid,100cst/ Dow Corning	0.1%-10%

	Midland, MI USA	
DIAZOLIDINYL UREA (and) METHYLPARABEN (and) PROPYLPARABEN (and) PROPYLENE GLYCOL	Germaben II E / International Specialties Products Wayne, NJ USA	0.1%-2%
TOCOPHERYL ACETATE	Vitamin E Acetate / Hoffman La Roche, Parsippany, NJ USA	0.1%-5%
AVOCADO OIL UNSAAPONIFIABLES	Avocadin / Croda Inc. Parsippany NJ USA	0.1%-10%
SQUALANE	Phytosqualane/ Sophim, Parc de la Cassine, 04310 Peyruis, France	0.1%-20%
Copper Tripeptide-1	Procyte Corporation, Redmond, WA USA	0.001%-10%
ISOPROPYLPARABEN & ISOBUTYLPARABEN & BUTYLPARABEN	Liquapar Oil Sutton Labs. Bound Brook, NJ USA	0.1%-2%
HYDROXYETHYL CELLULOSE	Cellosize HEC,PCG-10/ Amerchol Corporation Edison, NJ USA	0.001%-3%
ALLANTOIN	Sutton Labs Bound Brook, NJ USA	0.001%-3%

Please replace the paragraph beginning on page 5, line 29 with the following rewritten paragraph:

In the primary container, the Xanthan Gum was dispersed in the Water and mixed until homogeneous. The Glycerin, Polysorbate-20 (Unichema Wilmington, DE USA), and Panthenol were then added and mixed in the primary container. The L-~~Arginine~~Arginine and Ultramarines (Warner & Jenkinson Company, Inc., St. Louis, Missouri USA) were then dissolved in water and added to the primary container. Following the gelling on the ingredients in the primary container, the Polyacrylamide (&) C13-14 Isoparaffin (&) Laureth-7 were then added to the primary container, which was then heated to 70°C.

Please replace the table beginning on page 18, line 21 with the following rewritten table:

Table 3

CTFA NAME	WEIGHT%
WATER	69.45
XANTHAN GUM	0.4
PANTHENOL	0.5
GLYCERIN	3.00
<del>L-ARGININE</del> ARGININE	0.03
ULTRAMINES	0.05
POLYSORBATE-20	0.05
OCTISALATE	5.00
OCTINOXATE	7.50
ZINC OXIDE	2.00
SQALANE	0.50
DIMETHICONE	1.00
GLYCERYL STEARATE (and) PEG-100 STEARATE	2.00
CETEARYL ALCOHOL (and) CETARYL GLUCOSIDE	3.00
SOY STEAROL	0.25
BHT	0.07
TOCOPHERYL ACETATE	0.50
ISOPROPYLPARABEN (and) ISOBUTYL PARABEN (and) BUTYL PARABEN	0.60
PHENOXYETHANOL	1.00
POLYACRYLAMIDE(&)C13-14 ISOPARAFFIN(&)LAURETH- 7	1.00
ALUMINUM STARCH OCTENYLSUCCINATE	2.00
COPPER TRIPEPTIDE-1	0.15
TOTAL	100.00